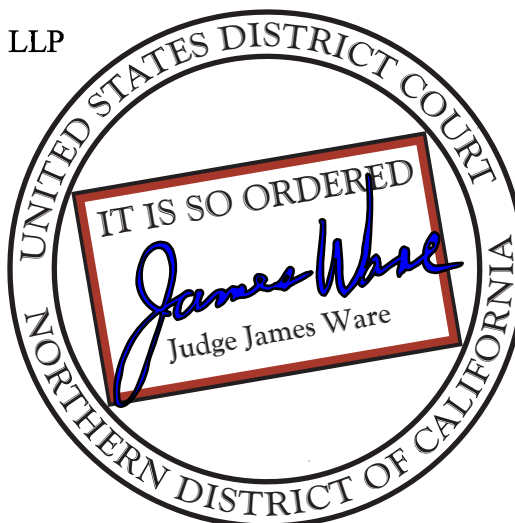


GREGORY A. MARKEL - admitted *pro hac vice*  
 RONIT SETTON - admitted *pro hac vice*  
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and

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 MICHAEL J. LAWSON - # 66547  
 One Market Street, Spear Street Tower  
 San Francisco, CA 94105  
 Telephone: (415) 442-1000  
 Facsimile: (415) 442-1001

Attorneys for Banc of America  
 Securities LLC



UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA  
 SAN JOSE DIVISION

In re UTSTARCOM, INC. SECURITIES  
 LITIGATION,

This document relates to:  
 ALL ACTIONS

Case No. C-04-4908 –JW(PVT)

**STIPULATION AND ~~PROPOSED~~  
 ORDER REGARDING DEFENDANT  
 BANC OF AMERICA SECURITIES  
 LLC'S SUBSTITUTION OF COUNSEL  
 AND NOTICE OF APPEARANCE OF  
 MORGAN LEWIS & BOCKIUS LLP**

Judge: Hon. James Ware

Date Comp. Filed: 11/17/2004

Trial Date: None set

1 WHEREAS, defendant Banc of America Securities LLC ("BAS") has agreed that  
2 Rachael E. Meny and Keker & Van Nest LLP can withdraw as its counsel in this matter;

3 WHEREAS, BAS has now retained Michael Lawson and Morgan Lewis & Bockius LLP  
4 to act as its counsel in this matter, in place of Rachael E. Meny and Keker & Van Nest LLP;

5 WHEREAS, pursuant to the Northern District's Civil Local Rule 11-5(b), Michael  
6 Lawson and Morgan Lewis & Bockius LLP are providing a Notice of Appearance in this matter  
7 within this Stipulation; and

8 WHEREAS, pursuant to the Northern District's Civil Local Rule 11-5(a), all parties have  
9 been provided written notice of Rachael Meny's and Keker & Van Nest LLP's planned  
10 withdrawal and Michael Lawson's and Morgan Lewis & Bockius LLP's planned substitution (a  
11 copy of which is attached as Exhibit A), and none have indicated any objection to this  
12 withdrawal and substitution; and

13 WHEREAS, Gregory A. Markel, Ronit Setton, and Amanda Kosowsky of Cadwalader,  
14 Wickersham & Taft LLP continue to act as counsel for BAS in this matter.

15  
16  
17  
18 NOW, THEREFORE, It is hereby STIPULATED AND AGREED, by and between the  
19 undersigned that:

20 (1) Rachael E. Meny and Keker & Van Nest, L.L.P., 710 Sansome Street, San Francisco,  
21 California 94111-1704, telephone number (415) 391-5400 may withdraw as counsel for BAS in  
22 this matter;

23 (2) Michael J. Lawson and Morgan Lewis & Bockius LLP, One Market Street, Spear  
24 Street Tower, San Francisco, California, 94105, telephone number (415) 442-1000 may  
25 substitute in as counsel for BAS in this matter; and

26 (3) Michael J. Lawson of Morgan Lewis & Bockius LLP, One Market Street, Spear  
27 Street Tower, San Francisco, California, 94105, telephone number (415) 442-1000, facsimile  
28

1 number (415) 442-1001, and email michael.lawson@morganlewis.com, hereby appears in this  
2 action as counsel on behalf of defendant Banc of America Securities LLC.

3  
4 Dated: FEBRUARY 9, 2006

MORGAN, LEWIS & BOCKIUS LLP

5  
6 By: Vincent Paul Finigan Jr.  
7 VINCENT PAUL FINIGAN, JR.

8  
9  
10  
11 Dated:

KEKER & VAN NEST, LLP

12  
13  
14 By: \_\_\_\_\_  
15 RACHAEL E. MENY

16  
17  
18 IT IS SO ORDERED.

19  
20 Dated: February 13, 2006


21 James Ware  
22 Honorable James Ware  
23 UNITED STATES DISTRICT COURT JUDGE

1 number (415) 442-1001, and email michael.lawson@morganlewis.com, hereby appears in this  
2 action as counsel on behalf of defendant Banc of America Securities LLC.

3  
4 Dated: MORGAN, LEWIS & BOCKIUS LLP

5  
6  
7 By: \_\_\_\_\_  
8 VINCENT PAUL FINIGAN, JR.

9  
10  
11 Dated: February 10, 2006 KEKER & VAN NEST, LLP

12  
13 By:  \_\_\_\_\_  
14 RACHAEL E. MENY

15  
16  
17  
18 IT IS SO ORDERED.

19  
20 Dated: February \_\_, 2006

21 \_\_\_\_\_  
22 Honorable James Ware  
23 UNITED STATES DISTRICT COURT JUDGE